

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:

Delphi Corporation., *et al.*

Chapter 11

Case No. 05-44481 (rdd)

Jointly Administered

Debtors

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CONFIDENTIAL - SUBJECT TO BANKRUPTCY COURT ORDER

THE MATERIAL HEREIN HAS BEEN FILED UNDER SEAL PURSUANT TO AN ORDER OF THE BANKRUPTCY COURT DATED FEBRUARY 11, 2010, [DOCKET NO. 19416], DIRECTING THE CLERK TO FILE SUCH MATERIAL UNDER SEAL.

Copies of Certain Agreements Resolving the Remaining Objections of Toyota Motor Engineering & Manufacturing North America, Inc., Toyota Motor Corporation, and Toyota Motor Sales, U.S.A., Inc.